



PUBLIC NOTICE

Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

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DA 06-1928

Released: September 26, 2006

DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF OPERATOR SERVICE COMPANY, LLC FROM BC HOLDING III CORPORATION AND ONSLOW HOLDINGS, LLC TO INFONXX, INC.

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 06-175

Comments Due: October 10, 2006

Reply Comments Due: October 17, 2006

On September 12, 2006, BC Holding III Corporation ("BC Holding") and Onslow Holdings, LLC ("Onslow") (collectively "Transferors"), along with InfoNXX, Inc. ("InfoNXX" or "Transferee"), filed an application, pursuant to section 63.04 of the Commission's rules,¹ requesting authority to transfer control of Operator Service Company, LLC ("OSC," collectively, "Applicants") to InfoNXX.² OSC holds Section 214 authorizations to provide domestic and international telecommunications services.

Applicants assert that this transaction is entitled to presumptive streamlined treatment under 63.03(b)(2)(i) of the Commission's rules because the proposed transaction will result in (i) Transferee having a market share in the interstate, interexchange market of less than 10 percent; (ii) Transferee providing competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction; and (iii) none of the Applicants being dominant with respect to any service.³

¹ 47 C.F.R. §§ 63.03, 63.04; *see* 47 U.S.C. § 214.

² Applicants filed a supplement to their domestic application on Sept. 22, 2006. Applicants are also filing applications for transfer of control associated with authorization for international services. Any action on this domestic 214 application is without prejudice to Commission action on other related, pending applications.

³ 47 C.F.R. § 63.03(b)(2)(i).

BC Holding, a Delaware corporation, and Onslow, a California limited liability company, own OSC, a Delaware limited liability company. BC holds a 51% ownership interest in OSC, and Onslow holds a 49% ownership interest. OSC provides operator services, directory assistance, and inbound customer care to the telecommunications industry. It is certified nationwide (except in North Carolina) to offer resale interexchange telecommunications services, but primarily provides operator-assisted services.

InfoNXX, a privately-held Delaware corporation, provides directory assistance services nationwide. The following entities own at least 10 percent of the equity of InfoNXX: Pines InfoNXX, Inc., a Delaware corporation (16%); Thomas Tisch Trusts, a New York trust (13%); TCV, L.P., a Delaware limited partnership (14%); and Marwell InfoNXX, Inc., a Delaware corporation (10%). Applicants state that no entities own a 10 percent or greater equity interest in Pines InfoNXX, Inc., Thomas Tisch Trusts, and Marwell InfoNXX, Inc., and that none of these entities provide telecommunications service. TCV, L.P. is ultimately controlled by Technology Crossover Member V, L.L.C., a Delaware limited liability company. Applicants assert that no other entity owns a 10 percent or greater direct or indirect equity interest in InfoNXX.

Applicants state that they will enter into a purchase agreement ("Agreement") by which InfoNXX will purchase all ownership interests in OSC in return for a cash payment to BC Holding and Onslow and a full repayment of OSC's debt. As a result of the Agreement, InfoNXX will own 100% of OSC's equity. Following the Agreement, InfoNXX intends to assign OSC to its wholly-owned subsidiary, InfoNXX Operating Company.

Applicants state that the proposed transaction serves the public interest because it will increase competitive choice for consumers, who will be able to take advantage of InfoNXX's operating experience, and because the transaction will be transparent to OSC's customers, who will continue to receive service at the same rates, terms, and conditions.

GENERAL INFORMATION

The transfer of control identified herein has been found, upon initial review, to be acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer of control application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Pursuant to sections 1.415 and 1.419 of the Commission's rules, 47 CFR §§ 1.415, 1.419, interested parties may file **comments on or before October 10, 2006 and reply comments on or before October 17, 2006.**⁴ Unless otherwise notified by the Commission, Applicants are permitted to transfer the assets and related control on the 31st day after the date of this notice.⁵ Comments may be filed using: (1) the Commission's Electronic Comment Filing System (ECFS), (2) the Federal

⁴ See 47 C.F.R. § 63.03(a).

⁵ Such authorization is conditioned upon receipt of any other necessary approvals from the Commission in connection with the proposed transaction.

Government's eRulemaking Portal, or (3) by filing paper copies. *See Electronic Filing of Documents in Rulemaking Proceedings*, 63 FR 24121 (1998).

- **Electronic Filers:** Comments may be filed electronically using the Internet by accessing the ECFS: <http://www.fcc.gov/cgb/ecfs/> or the Federal eRulemaking Portal: <http://www.regulations.gov>. Filers should follow the instructions provided on the website for submitting comments.
- **For ECFS filers,** if multiple docket or rulemaking numbers appear in the caption of this proceeding, filers must transmit one electronic copy of the comments for each docket or rulemaking number referenced in the caption. In completing the transmittal screen, filers should include their full name, U.S. Postal Service mailing address, and the applicable docket or rulemaking number. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions, filers should send an e-mail to ecfs@fcc.gov, and include the following words in the body of the message, "get form." A sample form and directions will be sent in response.
- **Paper Filers:** Parties who choose to file by paper must file an original and four copies of each filing. If more than one docket or rulemaking number appears in the caption of this proceeding, filers must submit two additional copies for each additional docket or rulemaking number.

Filings can be sent by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (although we continue to experience delays in receiving U.S. Postal Service mail). All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

The Commission's contractor will receive hand-delivered or messenger-delivered paper filings for the Commission's Secretary at 236 Massachusetts Avenue, N.E., Suite 110, Washington, D.C. 20002. The filing hours at this location are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building. Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743. U.S. Postal Service first-class, Express, and Priority mail should be addressed to 445 12th Street, S.W., Washington D.C. 20554.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 202-418-0432 (tty).

You may submit comments, identified by the above noted docket number, by any of the following methods:

- Federal eRulemaking Portal: <http://www.regulations.gov>. Follow the instructions for submitting comments.
- Federal Communications Commission's Web Site: <http://www.fcc.gov/cgb/ecfs/>. Follow the instructions for submitting comments.
- People with Disabilities: Contact the FCC to request reasonable accommodations (accessible format documents, sign language interpreters, CART, etc.) by e-mail: FCC504@fcc.gov or phone: 202-418-0530 or TTY: 202-418-0432.

In addition, one copy of each pleading must be sent to each of the following:

- (1) The Commission's duplicating contractor, Best Copy and Printing, Inc., 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554, www.bcpweb.com; phone: (202) 488-5300 fax: (202) 488-5563;
- (2) Cecilia Seppings, Competition Policy Division, Wireline Competition Bureau, 445 12th Street, S.W., Room 5-A103, Washington, D.C. 20554; email: cecilia.seppings@fcc.gov;
- (3) Jodie May, Competition Policy Division, Wireline Competition Bureau, 445 12th Street, S.W., Room 5-C234, Washington, D.C. 20554; e-mail: jodie.may@fcc.gov;
- (4) Susan O'Connell, Policy Division, International Bureau, 445 12th Street, S.W., Room 7-B544, Washington, D.C. 20554; email: susan.o'connell@fcc.gov; and
- (5) James Bird, Office of General Counsel, 445 12th Street, S.W., Room 8-C824, Washington, D.C. 20554; e-mail: james.bird@fcc.gov.

Filings and comments are also available for public inspection and copying during regular business hours at the FCC Reference Information Center, Portals II, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. They may also be purchased from the Commission's duplicating contractor, Best Copy and Printing, Inc., Portals II, 445 12th Street, S.W., Room CYB402, Washington, D.C. 20554, telephone: (202) 488-5300, fax: (202) 488-5563, or via e-mail www.bcpweb.com.

For further information, please contact Cecilia Seppings at (202) 418-1588, or Jodie May at (202) 418-0913.

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